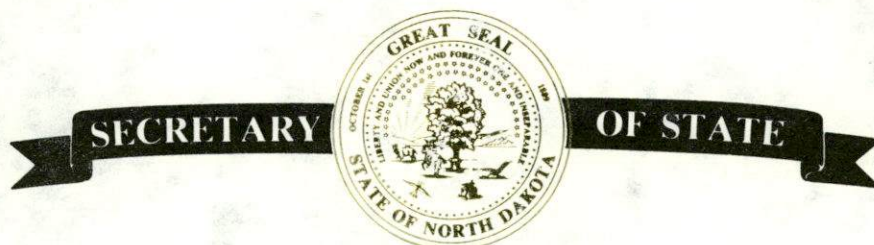


State of North Dakota



CERTIFICATE OF GOOD STANDING

OF

DAKOTA CENTRAL TELECOM I, INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that DAKOTA CENTRAL TELECOM I, INC., a North Dakota business corporation, was incorporated in this office on January 13, 1995 and, according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a North Dakota business corporation.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

DAKOTA CENTRAL TELECOM I, INC.

Dated: May 28, 1996

Alvin A. Jaeger
Secretary of State

1 PU-13-443 Filed: 6/25/2013 Pages: 31
Corporate papers

Dakota Central Telecom I, Inc.

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

Certificate of Public Convenience and Necessity

First Reissued Certificate Number 3428

This is to certify that public convenience and necessity require, and permission is granted for Dakota Central Telecom I, Inc., a telecommunications public utility, to provide local exchange telecommunications services inside the Carrington, North Dakota local exchange area.

This certificate is issued in Case No. PU-314-94-688 and is conditioned upon Dakota Central Telecom I, Inc. securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.

Bismarck, North Dakota, May 31, 1996.

ATTEST:

PUBLIC SERVICE COMMISSION


Executive Secretary


Commissioner

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

Certificate of Public Convenience and Necessity

First Reissued Certificate Number 3431

This is to certify that public convenience and necessity require, and permission is granted for Dakota Central Telecom I, Inc., a telecommunications public utility, to provide local exchange telecommunications services inside the Courtenay, North Dakota local exchange area.

This certificate is issued in Case No. PU-314-94-688 and is conditioned upon Dakota Central Telecom I, Inc. securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.

Bismarck, North Dakota, May 31, 1996.

ATTEST:

PUBLIC SERVICE COMMISSION


Executive Secretary


Commissioner

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

Certificate of Public Convenience and Necessity

First Reissued Certificate Number 3450

This is to certify that public convenience and necessity require, and permission is granted for Dakota Central Telecom I, Inc., a telecommunications public utility, to provide local exchange telecommunications services inside the Gackle, North Dakota local exchange area.

This certificate is issued in Case No. PU-314-94-688 and is conditioned upon Dakota Central Telecom I, Inc. securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.

Bismarck, North Dakota, May 31, 1996.

ATTEST:

PUBLIC SERVICE COMMISSION


Executive Secretary


Commissioner

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

Certificate of Public Convenience and Necessity

First Reissued Certificate Number 3506

This is to certify that public convenience and necessity require, and permission is granted for Dakota Central Telecom I, Inc., a telecommunications public utility, to provide local exchange telecommunications services inside the Streeter, North Dakota local exchange area.

This certificate is issued in Case No. PU-314-94-688 and is conditioned upon Dakota Central Telecom I, Inc. securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.

Bismarck, North Dakota, May 31, 1996.

ATTEST:

PUBLIC SERVICE COMMISSION


Executive Secretary


Commissioner



Your Gateway to North Dakota



North Dakota Secretary of State Corporate Details

Company

DAKOTA CENTRAL TELECOM I, INC.

System ID: 7694300

Phone: (701) 652-3184

Type: BUSINESS CORPORATION

Status: Active & Good Standing

Original File Date: 1/13/1995

Effective Date: 1/13/1995

State of Origin: North Dakota

Principal Office

630 N 5TH ST

PO BOX 299

CARRINGTON, ND 58421-0299

Registered Agent

KEITH A LARSON

630 5TH ST N

CARRINGTON, ND 58421-1629

Established Date: Sep 13, 2001

Authorized Shares

| Class | Number | Par Value |
|-------|--------------|-----------|
| | 10000.000000 | \$.000000 |

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**ARTICLES OF INCORPORATION - NORTH DAKOTA BUSINESS
OR FARMING CORPORATION**

NORTH DAKOTA SECRETARY OF STATE
SFN 16812 (6-89)

SEE PAGE 4 FOR FILING AND MAILING INSTRUCTIONS

FOR OFFICE USE ONLY

Validation #

WD
369889

FILE NO. 7,694,300

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation organized under North Dakota Business Corporation Act, adopt the following Articles of Incorporation for such Corporation:

Article 1. The name of said Corporation shall be: Dakota Central Telecom I, Inc.

Article 2. The period of its duration is perpetual, ~~OR~~ _____

Article 3. The purpose for which the Corporation is organized are general business purposes, ~~OR~~

Article 4.

| | | |
|---|---------------|---------------------|
| A. Aggregate number of shares the corporation has authority to issue 10,000 | | |
| B. Par value per share authorized by corporation none - shares are to be without par value | | |
| C. If shares are divided into classes, they are identified as follows: | | |
| CLASS | NO. OF SHARES | PAR VALUE PER SHARE |
| N/A | | |
| | | |
| | | |

Article 5.

| | | | |
|---|--------------------|-------------|-------------------|
| A. Name of Registered Agent Robert Hill | | | |
| B. Social Security or Federal ID # of Registered Agent 501-52-2459 | | | |
| C. Address of Registered Office 630 N. 5th St. | City Carrington | State ND | Zip Code 58421 |
| D. Address of Executive Office (if different than "C") same | City | State | Zip Code |
| E. The articles of incorporation are accompanied by a signed consent of the registered agent with a filing fee of \$10. | | | |

Article 6. Other provisions by which this corporation shall be governed: (If none, insert "none")

none: other than bylaws which may be adopted, and other policies and regulations which may be approved by the shareholders or board of directors of such corporation.

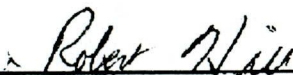

Article 7. A. The name, social security number, and address of each incorporator:

| NAME | SOCIAL SECURITY NUMBER | ADDRESS | CITY | STATE | ZIP |
|-----------------|------------------------|------------------|-------------|-------|-------|
| Robert Hill | 501-52-2459 | 630 N. 5th St., | Carrington, | ND | 58421 |
| Fabian E. Noack | 725-14-0431 | 1005 N. 1st St., | Carrington, | ND | 58421 |
| | | | | | |
| | | | | | |
| | | | | | |

B. SIGNATURES

I (We), the above named incorporator(s), have read the foregoing Articles of Incorporation, know the contents, and believe the statements made therein to be true.

Dated January 12, 19 95.

| | |
|---|--|
|  _____ Robert Hill |  _____ Fabian E. Noack |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

8. FEES:

| | |
|--|---------|
| Filing | \$30.00 |
| Consent of Registered Agent | \$10.00 |
| Minimum License Fee | \$50.00 |
| Additional License Fees | |
| (Equal to \$10.00 for every additional \$10,000 in excess of \$50,000) | |
| SEE INSTRUCTIONS ON PAGE 4. | |

OFFICE USE ONLY

| | |
|-----------------|---------|
| Certificate No. | |
| Date Filed | 1-13-95 |
| Fee Paid | |
| Filed By | SR |



**REGISTERED AGENT
 CONSENT TO SERVE
 SECRETARY OF STATE
 SFN 7974 (7-93)**

FOR OFFICE USE ONLY

| | |
|-------------|---------------|
| ID # | 7,694,300 |
| WO # | 369869 |
| Approved By | |
| Filed | 1-13-95 By SL |

SEE REVERSE SIDE FOR FILING AND MAILING INSTRUCTIONS

1. FILING FEE: \$10.00

2. Name of the Corporation or Limited Liability Company for Which the Registered Agent is to Serve

Dakota Central Telecom I, Inc.

3. Name of the Registered Agent

Robert Hill

A. Registered Agent is (Check One)

- An Individual North Dakota Resident
- A Corporation
- A Limited Liability Company

Social Security/Federal ID # of Registered Agent

501-52-2459

4. The designated registered agent hereby consents to act in that capacity for the above named corporation or limited liability company until removed or resignation is submitted in accordance with North Dakota statutes.

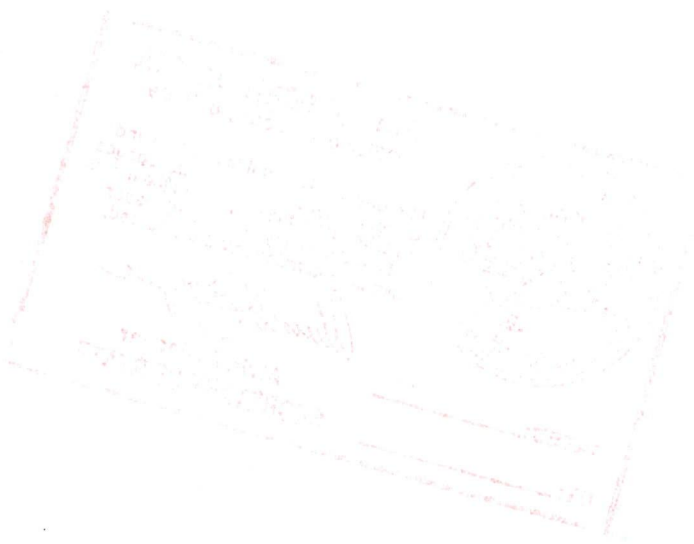
Robert Hill

Signature of Registered Agent

Robert Hill

January 12, 1995

Date





STATE OF NORTH DAKOTA
Office of Secretary of State

I hereby certify that this is a true and correct copy, consisting of 4 pages, as taken from the original on file in this office. Originality of this certification can be determined by the color red.

Alvin A. Jaeger

Alvin A. Jaeger
SECRETARY OF STATE

DATED: 5/29/96

BY: JL



**ARTICLES OF INCORPORATION - NORTH DAKOTA BUSINESS
OR FARMING CORPORATION**
NORTH DAKOTA SECRETARY OF STATE
SFN 16812 (6-89)
SEE PAGE 4 FOR FILING AND MAILING INSTRUCTIONS

FOR OFFICE USE ONLY
Validation #

WD
369809

FILE NO. 7,694,300

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation organized under North Dakota Business Corporation Act, adopt the following Articles of Incorporation for such Corporation:

Article 1. The name of said Corporation shall be: Dakota Central Telecom I, Inc.

Article 2. The period of its duration is perpetual, ~~OR~~ _____

Article 3. The purpose for which the Corporation is organized are general business purposes, ~~OR~~



Article 4.

| | | |
|---|---------------|---------------------|
| A. Aggregate number of shares the corporation has authority to issue 10,000 | | |
| B. Par value per share authorized by corporation none - shares are to be without par value | | |
| C. If shares are divided into classes, they are identified as follows: | | |
| CLASS | NO. OF SHARES | PAR VALUE PER SHARE |
| N/A | | |
| | | |
| | | |

Article 5.

| | | | |
|---|--------------------|-------------|-------------------|
| A. Name of Registered Agent Robert Hill | | | |
| B. Social Security or Federal ID # of Registered Agent 501-52-2459 | | | |
| C. Address of Registered Office 630 N. 5th St. | City Carrington | State ND | Zip Code 58421 |
| D. Address of Executive Office (if different than "C") same | City | State | Zip Code |
| E. The articles of incorporation are accompanied by a signed consent of the registered agent with a filing fee of \$10. | | | |

Article 6. Other provisions by which this corporation shall be governed: (If none, insert "none")

none: other than bylaws which may be adopted, and other policies and regulations which may be approved by the shareholders or board of directors of such corporation.

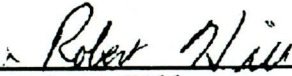

Article 7. A. The name, social security number, and address of each incorporator:

| NAME | SOCIAL SECURITY NUMBER | ADDRESS | CITY | STATE | ZIP |
|-----------------|------------------------|------------------|-------------|-------|-------|
| Robert Hill | 501-52-2459 | 630 N. 5th St., | Carrington, | ND | 58421 |
| Fabian E. Noack | 725-14-0431 | 1005 N. 1st St., | Carrington, | ND | 58421 |
| | | | | | |
| | | | | | |
| | | | | | |

B. SIGNATURES

I (We), the above named incorporator(s), have read the foregoing Articles of Incorporation, know the contents, and believe the statements made therein to be true.

Dated January 12, 19 95.

| | |
|---|--|
|  _____ Robert Hill |  _____ Fabian E. Noack |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

8. FEES:

| | |
|--|---------|
| Filing | \$30.00 |
| Consent of Registered Agent | \$10.00 |
| Minimum License Fee | \$50.00 |
| Additional License Fees | |
| (Equal to \$10.00 for every additional \$10,000 in excess of \$50,000) | |
| SEE INSTRUCTIONS ON PAGE 4. | |

OFFICE USE ONLY

| | |
|-----------------|---------|
| Certificate No. | |
| Date Filed | 1-13-95 |
| Fee Paid | |
| Filed By | SR |



**REGISTERED AGENT
 CONSENT TO SERVE
 SECRETARY OF STATE
 SFN 7974 (7-93)**

FOR OFFICE USE ONLY

| | |
|-------------|---------------|
| ID # | 7,694,300 |
| WO # | 369869 |
| Approved By | |
| Filed | 1-13-95 By SL |

SEE REVERSE SIDE FOR FILING AND MAILING INSTRUCTIONS

1. FILING FEE: \$10.00

2. Name of the Corporation or Limited Liability Company for Which the Registered Agent is to Serve

Dakota Central Telecom I, Inc.

3. Name of the Registered Agent

Robert Hill

A. Registered Agent is (Check One)

- An Individual North Dakota Resident
- A Corporation
- A Limited Liability Company

Social Security/Federal ID # of Registered Agent

501-52-2459

4. The designated registered agent hereby consents to act in that capacity for the above named corporation or limited liability company until removed or resignation is submitted in accordance with North Dakota statutes.

Robert Hill


Signature of Registered Agent

Robert Hill

January 12, 1995

Date



 **STATE OF NORTH DAKOTA**
Office of Secretary of State

I hereby certify that this is a true and correct copy, consisting of 4 pages, as taken from the original on file in this office. Originality of this certification can be determined by the color red.

Alvin A. Jaeger

Alvin A. Jaeger
SECRETARY OF STATE

DATED: 5-21-96

BY: M



**ARTICLES OF INCORPORATION - NORTH DAKOTA BUSINESS
OR FARMING CORPORATION**
 NORTH DAKOTA SECRETARY OF STATE
 SFN 16812 (6-89)
 SEE PAGE 4 FOR FILING AND MAILING INSTRUCTIONS

FOR OFFICE USE ONLY
 Validation #

W0
 369869

JAN 13 95 8 6 3 1 5

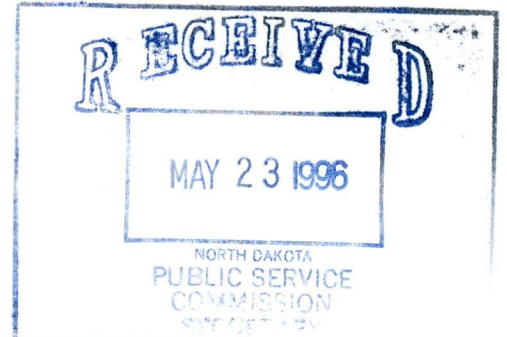
FILE NO. 7,048,900

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation organized under North Dakota Business Corporation Act, adopt the following Articles of Incorporation for such Corporation:

Article 1. The name of said Corporation shall be: D.C.T., Inc.

Article 2. The period of its duration is perpetual, ~~OR~~ _____

Article 3. The purpose for which the Corporation is organized are general business purposes, ~~OR~~ _____



Article 4.

| | | |
|--|----------------------|----------------------------|
| A. Aggregate number of shares the corporation has authority to issue 10,000 | | |
| B. Par value per share authorized by corporation none - shares are to be without par value | | |
| C. If shares are divided into classes, they are identified as follows: | | |
| CLASS | NO. OF SHARES | PAR VALUE PER SHARE |
| N/A | | |
| | | |
| | | |

Article 5.

| | | | |
|--|---------------------------|--------------------|--------------------------|
| A. Name of Registered Agent Robert Hill | | | |
| B. Social Security or Federal ID # of Registered Agent 501-52-2459 | | | |
| C. Address of Registered Office 630 N. 5th St. | City Carrington | State ND | Zip Code 58421 |
| D. Address of Executive Office (if different than "C") same | City | State | Zip Code |
| E. The articles of incorporation are accompanied by a signed consent of the registered agent with a filing fee of \$10. | | | |

Article 6. Other provisions by which this corporation shall be governed: (If none, insert "none")

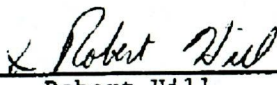
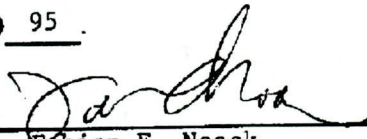
Article 7. A. The name, social security number, and address of each incorporator:

| NAME | SOCIAL SECURITY NUMBER | ADDRESS | CITY | STATE | ZIP |
|-----------------|------------------------|------------------|-------------|-------|-------|
| Robert Hill | 501-52-2459 | 630 N. 5th St., | Carrington, | ND | 58421 |
| Fabian E. Noack | 725-14-0431 | 1005 N. 1st St., | Carrington, | ND | 58421 |
| | | | | | |
| | | | | | |
| | | | | | |

B. SIGNATURES

I (We), the above named incorporator(s), have read the foregoing Articles of Incorporation, know the contents, and believe the statements made therein to be true.


Dated January 12, 19 95.

| | |
|---|--|
|  _____ Robert Hill |  _____ Fabian E. Noack |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

8. FEES:

| | |
|--|---------|
| Filing | \$30.00 |
| Consent of Registered Agent | \$10.00 |
| Minimum License Fee | \$50.00 |
| Additional License Fees | |
| (Equal to \$10.00 for every additional \$10,000 in excess of \$50,000) | |
| SEE INSTRUCTIONS ON PAGE 4. | |

OFFICE USE ONLY

| | |
|-----------------|---|
| Certificate No. | |
| Date Filed | 1-13-95 |
| Fee Paid | |
| Filed By |  |



**REGISTERED AGENT
CONSENT TO SERVE**
SECRETARY OF STATE
SFN 7974 (7-93)

FOR OFFICE USE ONLY

| | |
|-------------|---------------|
| ID # | 7048900 |
| WO # | 369869 |
| Approved By | |
| Filed | 1-13-95 By SR |

1. FILING FEE: \$10.00

SEE REVERSE SIDE FOR FILING AND MAILING INSTRUCTIONS

2. Name of the Corporation or Limited Liability Company for Which the Registered Agent is to Serve

D.C.T., Inc.

3. Name of the Registered Agent

Robert Hill

A. Registered Agent is (Check One)

- An Individual North Dakota Resident
- A Corporation
- A Limited Liability Company

Social Security/Federal ID # of Registered Agent

501-52-2459

4. The designated registered agent hereby consents to act in that capacity for the above named corporation or limited liability company until removed or resignation is submitted in accordance with North Dakota statutes.

Robert Hill

Signature of Registered Agent

Robert Hill

January 12, 1995

Date





STATE OF NORTH DAKOTA
Office of Secretary of State

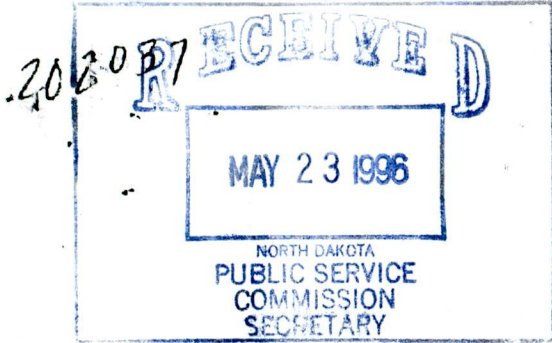
I hereby certify that this is a true and correct copy, consisting of 4 pages, as taken from the original on file in this office. Originality of this certification can be determined by the color red.

A handwritten signature in red ink, which appears to read "Alvin A. Jaeger".

DATED: 5-21-96

BY: [Signature]

Alvin A. Jaeger
SECRETARY OF STATE



6822 MAC
20,125,800

2

Jun 29 92 63590

**ARTICLES OF AMENDMENT
to the
ARTICLES OF INCORPORATION
of**

**DAKOTA CENTRAL RURAL TELEPHONE COOPERATIVE ASSOCIATION
A MUTUAL AID CORPORATION**

Pursuant to the provisions of Chapter 10-12 of the North Dakota Century Code; the undersigned association adopts the following amendments to the Articles of Incorporation:

ARTICLE 1. The name of this association is "Dakota Central Rural Telephone Cooperative Association." A Mutual Aid Corporation.

ARTICLE 2. The following amendments of the Articles of Incorporation were adopted by the members of the association.

**ARTICLE I
Name**

The name of this association shall be "Dakota Central Telecommunications Cooperative."

**ARTICLE II
Duration**

The association shall have perpetual existence.

**ARTICLE III
Purpose**

The purpose of this association shall be to furnish, improve and expand telecommunications service, on a nonprofit basis, for the mutual benefit of its members and patrons.

**ARTICLE IV
Place**

The place where the principal business of the association shall be transacted and where its principal office will be located, is Carrington, North Dakota, 630 5th St. N., P.O. Box 299.

**ARTICLE V
Territory**

The territory to be served by this association shall include the counties of Barnes, Eddy, Foster, Kidder, Stutsman, and Wells in the State of North Dakota, and territory adjacent thereto.

**ARTICLE VI
Membership**

The association shall be organized without capital stock, and the property rights and interests of the members shall be equal.

ARTICLE 3. The total number of members of the cooperative association is 2,179; the total number of members present at the annual membership meeting was 135; the membership was given written notice of the nature of the amendment to the Articles of Incorporation; and quorum was present at the annual membership meeting of June 10, 1992, in accordance with Chapter 10-15-18 of the North Dakota Century Code and the cooperative bylaws.

ARTICLE 4. The number of members voted for such amendment was 82; the number of members voted against such amendment was 9.

DAKOTA CENTRAL RURAL TELEPHONE COOPERATIVE
ASSOCIATION

Gerald Eissinger
Gerald Eissinger, Its President

Marvin Helm
Marvin Helm, Its Secretary

(CORPORATE SEAL)

Marvin Helm, being first duly sworn, says that he is the Secretary and he has read the foregoing application and knows the contents thereof and verily believes the statements made therein to be true.

Marvin Helm
Marvin Helm, Verifying Officer

Subscribed and sworn to before me this 26th day of June, 1992.

Fabian E. Noack
Fabian E. Noack, Notary Public,
Foster County, North Dakota.
My commission expires August 14, 1995.

(SEAL)

STATE OF NORTH DAKOTA,
Department of State

Filed for record on 1st
day of July 1992
Fabian E. Noack





STATE OF NORTH DAKOTA
Office of Secretary of State

I hereby certify that this is a true and correct copy, consisting of 2 pages, as taken from the original on file in this office. Originality of this certification can be determined by the color red.

Alvin A. Jaeger
SECRETARY OF STATE

DATED: 5-21-96

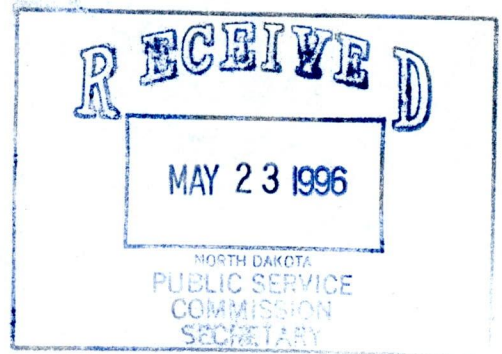
BY: [Signature]

Fabian E. Noack

ATTORNEY-AT-LAW

•
1005 North First Street
P.O. Box 15
CARRINGTON, ND 58421

•
PHONE (701) 652-3164
FAX (701) 652-3165



May 22, 1996

Public Service Commission
12th Floor State Capital
600 E. Blvd. Ave.
Bismarck, ND 58505-0480

RE: US West Acquisition

ATTN: John Mielke

Dear John:

I have been advised to forward to you certified copies of Articles of Incorporation for informational purposes for your files as follows:

1. Dakota Central Telecommunications Cooperative
2. Dakota Central Telecom I, Inc.
D.C.T., Inc.

Please advise of any further documentation you may require in connection with your file for approval of certain telephone companies acquisition of US West properties.

Yours truly,

A handwritten signature in blue ink, appearing to read "John", written over the typed name "Fabian E. Noack".

Fabian E. Noack

FEN/kd

Enc.

cc: Robert Hill
Wallace R. Goulet

POWER BOND
ASSOCIATION



**ARTICLES OF INCORPORATION - NORTH DAKOTA BUSINESS
OR FARMING CORPORATION**

NORTH DAKOTA SECRETARY OF STATE
SFN 16812 (6-89)

SEE PAGE 4 FOR FILING AND MAILING INSTRUCTIONS

FOR OFFICE USE ONLY

Validation #

WO
369889

FILE NO. 7,694,300

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation organized under North Dakota Business Corporation Act, adopt the following Articles of Incorporation for such Corporation:

Article 1. The name of said Corporation shall be: Dakota Central Telecom I, Inc.

Article 2. The period of its duration is perpetual, ~~XXX~~ _____

Article 3. The purpose for which the Corporation is organized are general business purposes, ~~XXX~~

Article 4.

| | | |
|---|---------------|---------------------|
| A. Aggregate number of shares the corporation has authority to issue 10,000 | | |
| B. Par value per share authorized by corporation none - shares are to be without par value | | |
| C. If shares are divided into classes, they are identified as follows: | | |
| CLASS | NO. OF SHARES | PAR VALUE PER SHARE |
| N/A | | |
| | | |
| | | |

Article 5.

| | | | |
|---|--------------------|-------------|-------------------|
| A. Name of Registered Agent Robert Hill | | | |
| B. Social Security or Federal ID # of Registered Agent 501-52-2459 | | | |
| C. Address of Registered Office 630 N. 5th St. | City Carrington | State ND | Zip Code 58421 |
| D. Address of Executive Office (if different than "C") same | City | State | Zip Code |
| E. The articles of incorporation are accompanied by a signed consent of the registered agent with a filing fee of \$10. | | | |

Article 6. Other provisions by which this corporation shall be governed: (If none, insert "none")

none: other than bylaws which may be adopted, and other policies and regulations which may be approved by the shareholders or board of directors of such corporation.

Article 7. A. The name, social security number, and address of each incorporator:

| NAME | SOCIAL SECURITY NUMBER | ADDRESS | CITY | STATE | ZIP |
|-----------------|------------------------|------------------|-------------|-------|-------|
| Robert Hill | 501-52-2459 | 630 N. 5th St., | Carrington, | ND | 58421 |
| Fabian E. Noack | 725-14-0431 | 1005 N. 1st St., | Carrington, | ND | 58421 |
| | | | | | |
| | | | | | |
| | | | | | |

B. SIGNATURES

I (We), the above named incorporator(s), have read the foregoing Articles of Incorporation, know the contents, and believe the statements made therein to be true.

Dated January 12, 19 95.

| | |
|---|---|
| <p><i>Robert Hill</i> _____ Robert Hill</p> | <p><i>Fabian E. Noack</i> _____ Fabian E. Noack</p> |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

8. FEES:

| | |
|--|---------|
| Filing | \$30.00 |
| Consent of Registered Agent | \$10.00 |
| Minimum License Fee | \$50.00 |
| Additional License Fees | |
| (Equal to \$10.00 for every additional \$10,000 in excess of \$50,000) | |
| SEE INSTRUCTIONS ON PAGE 4. | |

OFFICE USE ONLY

| | |
|-----------------|---------|
| Certificate No. | |
| Date Filed | 1-13-95 |
| Fee Paid | |
| Filed By | SR |



**REGISTERED AGENT
CONSENT TO SERVE
SECRETARY OF STATE
SFN 7974 (7-93)**

FOR OFFICE USE ONLY

| | |
|-------------|---------------|
| ID # | 7,694,300 |
| WO # | 369869 |
| Approved By | |
| Filed | 1-13-95 By SL |

SEE REVERSE SIDE FOR FILING AND MAILING INSTRUCTIONS

1. FILING FEE: \$10.00

2. Name of the Corporation or Limited Liability Company for Which the Registered Agent is to Serve

Dakota Central Telecom I, Inc.

3. Name of the Registered Agent

Robert Hill

A. Registered Agent is (Check One)

- An Individual North Dakota Resident
- A Corporation
- A Limited Liability Company

Social Security/Federal ID # of Registered Agent

501-52-2459

4. The designated registered agent hereby consents to act in that capacity for the above named corporation or limited liability company until removed or resignation is submitted in accordance with North Dakota statutes.

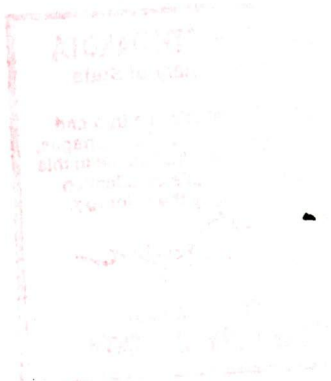
Robert Hill

Signature of Registered Agent

Robert Hill

January 12, 1995

Date





STATE OF NORTH DAKOTA
Office of Secretary of State

I hereby certify that this is a true and correct copy, consisting of 4 pages, as taken from the original on file in this office. Originality of this certification can be determined by the color red.

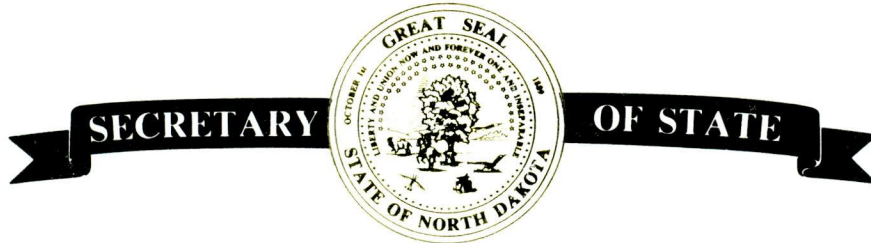
DATED: 5-25-95

BY: [Signature]

Alvin A. Jaeger

Alvin A. Jaeger
SECRETARY OF STATE

State of North Dakota



CERTIFICATE OF GOOD STANDING

OF

DAKOTA CENTRAL TELECOM I, INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that DAKOTA CENTRAL TELECOM I, INC., a North Dakota business corporation, was incorporated in this office on January 13, 1995 and, according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a North Dakota business corporation.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

DAKOTA CENTRAL TELECOM I, INC.

Dated: May 25, 1995

A handwritten signature in black ink, appearing to read "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State